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Thom McAn
BEST-SELLING SHOE IN ALL AMERICA
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45th Annual Report

1958

MELVILLE SHOE CORPORATION

1958 Annual Report

MELVILLE SHOE CORPORATION

Executive Offices: 25 WEST 43RD STREET, NEW YORK 36, N. Y.
Accounting and General Offices: 44 HAMMOND STREET, WORCESTER 10, MASS.

Table of Contents:

MEMORIALS .... *p. 2*
DIRECTORS and OFFICERS .... *p. 3*
ANNUAL MESSAGE TO STOCKHOLDERS ..... *p. 4*
HIGHLIGHTS .... *p. 5*
FINANCIAL STATEMENTS .... *p. 6*
DESCRIPTION and REVIEW *p.14*
REPORTS OF DIVISIONS *p.16*
LOCATIONS OF STORES *p.24*

Counsel: DAVIS POLK WARDWELL SUNDERLAND & KIENDL
Auditors: PEAT, MARWICK, MITCHELL & CO.
Transfer Agent: IRVING TRUST COMPANY, *1 Wall Street, New York 15, N. Y.*
Registrar: FIRST NATIONAL CITY TRUST CO., *22 William Street, New York 15, N. Y.*

► *Annual Meeting of Stockholders will be held at the Executive Offices in New York on April 14th, 1959*

J. Franklin McElwain

SEPTEMBER 8, 1874—JULY 3, 1958

We record with regret and the deepest feeling of personal loss, the death of J. Franklin McElwain on Thursday, July 3, 1958.

Mr. McElwain's connection with Melville Shoe Corporation began in 1922, with the formation of the J. F. McElwain Company, of which he was the original chairman of the board, president and chief executive officer. In 1929 he was elected to the board of directors of Melville Shoe Corporation and in 1940 he became chairman of the board, the position he fulfilled for 16 years until his election as Honorary Chairman in 1956.

The measure of success of his service to Melville Shoe Corporation lies in the acknowledged fact that the Corporation, through the shoes manufactured by the company which he founded and which bears his name, is the largest manufacturer-retailer of shoes in the world. His ingenius innovations revised the technology of the entire industry. His devotion to the principles of an honest product won him the respect and affection of his countless friends and associates within and without the company, while through this very same devotion he gained for the company the respect of customers across the country. His vision, courage, faith, integrity, skill and enthusiasm, meeting their counterparts in Frank Melville, Jr., made possible the birth and growth of Thom McAn and earned for Melville Shoe Corporation the confidence of the American people in the quality and value of Thom McAn merchandise. While fashioning this unusual achievement, he still found time to contribute continuously and significantly to the important civic and charitable causes of his time.

We and the officers and the staff of Melville Shoe Corporation extend our sincere sympathy to his family, with whom we have the honor to share a treasured remembrance of the loyal friendship and unusual spirit of J. Franklin McElwain.

—Resolution of the Board of Directors,
MELVILLE SHOE CORPORATION
New York City, July 8, 1958.

Francis Parnell Murphy

AUGUST 16, 1877 — DECEMBER 19, 1958

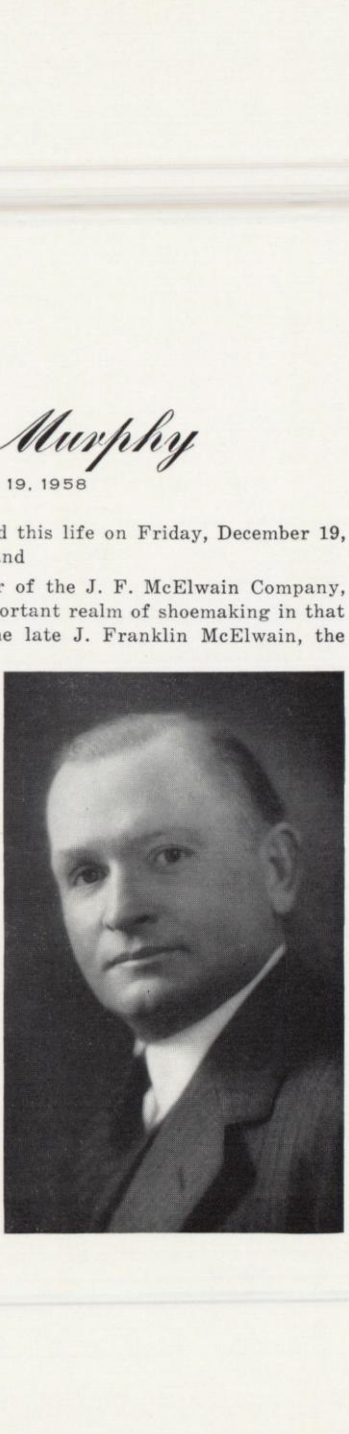
WHEREAS Francis Parnell Murphy departed this life on Friday, December 19, 1958 in the eighty-second year of his age, and

WHEREAS Governor Murphy was a founder of the J. F. McElwain Company, for many years an active leader in the important realm of shoemaking in that company and a long-time associate of the late J. Franklin McElwain, the leader of the company, and an associate not only in that company but also earlier in the W. H. McElwain Company, and

WHEREAS Governor Murphy was a Director of Melville Shoe Corporation from January 5, 1940 until this date, and had a very deeply sympathetic and human touch in his business contacts, proving always a great friend of the men for whom he was providing leadership,

NOW THEREFORE BE IT RESOLVED that the Directors of Melville Shoe Corporation, deeply sensible of the loss of an unusual character, a close friend and an inspiring leader, take this means of expressing their regret and sorrow, asking that a copy of this resolution be transmitted to Governor Murphy's childen.

—Resolution of the Board of Directors,
MELVILLE SHOE CORPORATION
New York City, January 6, 1959



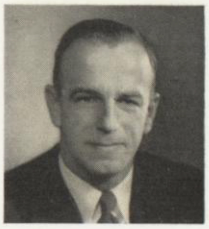
Frederic Attwood

DIRECTORS

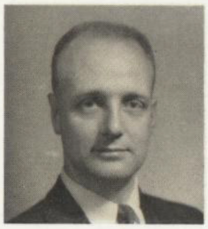
Robert C. Erb

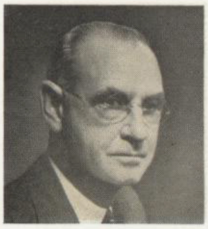
Lester R. Fallon

Joel E. Fisher


Francis H. Gleason

David W. Herrmann


David B. Melville


Ward Melville

Joseph L. Merrill

Spencer D. Oettinger

Seward M. Paterson

Francis C. Rooney, Jr.

Murray M. Rosenberg

J. Brent Wells

MSC

Executive Committee:
MURRAY M. ROSENBERG, *Chairman*
FREDERIC ATTWOOD
ROBERT C. ERB
FRANCIS H. GLEASON
DAVID W. HERRMANN
WARD MELVILLE
JOSEPH L. MERRILL

Officers:
WARD MELVILLE, *Chairman of the Board*
ROBERT C. ERB, *President*
DAVID W. HERRMANN, *Executive Vice-President*
JOSEPH L. MERRILL, *Vice-President, Finance*

- *Vice-Presidents*

LESTER R. FALLON
FRANCIS H. GLEASON
WILLIAM H. MUCKLEY
SPENCER D. OETTINGER
FRANCIS C. ROONEY, JR.
J. FREDERICK ROSSELL
LEONARD A. SHEA
LAFAYETTE A. TREMBLAY
J. BRENT WELLS

H. ALBERT BRODIN, *Treasurer and Asst. Secretary*
DAVID B. MELVILLE, *Secretary*
FRANK SOKOL, *Controller and Asst. Treasurer*

- *Assistant Secretaries*

RANDALL D. ESTEN
ARTHUR PAAR
BERTHA K. SMITH
HAROLD R. WICKHAM

To *Stockholders of*
Melville Shoe Corporation:

MELVILLE SHOE CORPORATION
25 WEST 43RD STREET
NEW YORK 36, N. Y.

THE HIGHLIGHTS of the operating results of the company for 1958, together with a comparison with the previous year, are directly opposite on page 5. Detailed comparative financial statements are on pages 6 to 12.

Although the shoe industry, including Melville, experienced marked effects of the slackening of the nation's economy during the first half of 1958, substantial sales increases were attained in the second half. Fourth-quarter volume was more than sufficient to offset the reduced sales of the first half. Net sales in 1958 were the highest in Melville's history.

The reduction of something less than 3% in net earnings reflects the continuing increase in the cost of doing business. This increase, in turn, is due largely to our expansion program which entails important non-recurring expenses. Each new store adds immediately to sales volume but generally opening expenses adversely affect its earnings for the first year. Considering the generally cheerless economic forecasts made early in the year by most economists, your management, though not completely satisfied, is encouraged by the present trend and by the final results for the year. Programs you will read about in this report indicate that marked progress is being made toward increasing the volume of sales and reducing costs.

Regular dividends were paid in 1958 on the two classes of preferred stock. Due to the generally unsatisfactory results of the first half of the year, economic considerations, and capital requirements resulting from expansion, the directors, after declaring quarterly dividends of 45¢ per common share payable on February 1st and May 1st, reduced the quarterly dividends to 32½¢ for the August and November payments. Dividends have been paid consecutively for 43 years.

On December 31st, the company had no short-term debt. It never has had any long-term debt.

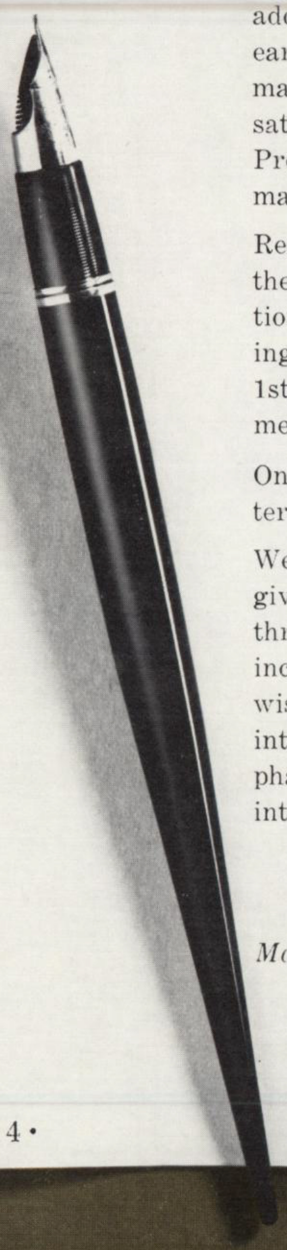
We wish to record our gratitude for and acknowledgment of the assistance so loyally given by our co-workers in retail stores, factories, warehouses and offices. It is through their cooperation in advancing the interests of the company that we will increase sales and effect the many economies tending to improve future earnings. We wish also to extend our thanks to our stockholders, many of whom have taken a keen interest in Melville affairs and helped us with suggestions for improving various phases of our operations and for increasing our sales by attracting more customers into our stores. We welcome and invite further suggestions and criticisms.

Respectfully submitted,

Ward Melville
CHAIRMAN OF THE BOARD

March 18, 1959

Robert C Erb
PRESIDENT



Highlights

Sales:	1958	1957	Percent Change
Stores	$129,066,540	$122,076,438	+ 5.7
Factory and Warehouse	39,305,915	40,564,393	− 3.1
To Armed Forces	2,718,373	3,816,693	−28.8
Total Sales	171,090,828	166,457,524	+ 2.8
Inter-Division Sales	34,654,704	36,101,986	− 4.0
Net Sales	136,436,124	130,355,538	+ 4.7
Earnings Before Federal Taxes	10,285,639	10,400,076	− 1.1
Net Earnings After Federal Taxes	5,680,639	5,847,076	− 2.8
Net Earnings Percent of Total Sales	3.32%	3.51%	
Net Earnings Percent of Net Sales	4.16%	4.49%	
Earnings Per Share of Common Stock	1.80	1.86	− 3.2
Dividends on Preferred Stock Series A	97,086	100,153	− 3.1
Dividends on Preferred Stock Series B	558,092	558,092	
Dividends on Common Stock	4,325,239	5,022,818	−13.9
Dividends Per Share of Common Stock	1.55	1.80	−13.9
Wages and Compensation	35,003,184	34,316,681	+ 2.0
Taxes — Federal, State and Local	7,144,855	6,961,474	+ 2.6
Taxes — Per Share of Common Stock	2.56	2.49	+ 2.6
Capital Additions and Improvements	3,548,572	4,715,408	−24.7
Depreciation	3,082,265	2,677,614	+15.1
Maintenance and Repairs	812,646	792,302	+ 2.6
Property, Plant, Equipment at Cost	32,210,276	29,609,488	+ 8.8
At December 31:			
Cash	9,859,585	10,688,007	− 7.8
Inventories	22,890,260	20,403,542	+12.2
Total Current Assets	35,252,259	33,383,910	+ 5.6
Total Current Liabilities	12,260,359	10,858,952	+12.9
Net Working Capital	22,991,900	22,524,958	+ 2.1
Ratio of Working Capital	2.88	3.07	− 6.2
Accumulated Depreciation and Amortization	19,954,130	17,873,688	+11.6
Property, Plant, Equipment and Leasehold Improvements, Net	12,256,146	11,735,800	+ 4.4
Number of Stockholders of record	20,646	20,572	+ 0.4
Number of Employees	8,315	8,518	− 2.4
Number of Stores	1,053	1,018	+ 3.4
Number of Shares of Preferred Stock	159,819	160,359	− 0.3
Number of Shares of Common Stock	2,790,458	2,790,458	

MELVILLE SHOE CORPORATION

Statement of Consolidated Financial Condition as of

• ASSETS •

	1958	*1957*
Current assets:		
Cash	$ 9,859,585	$ 10,688,007
Accounts receivable, less provision for possible losses	1,177,712	1,126,154
Inventories (note 1)	22,890,260	20,403,542
Prepaid expenses	1,324,702	1,166,207
Total current assets	35,252,259	33,383,910
Property, plant, equipment and leasehold improvements, at cost	32,210,276	29,609,488
Less accumulated depreciation and amortization	19,954,130	17,873,688
	12,256,146	11,735,800
Investment in and advances to nonconsolidated subsidiary (note 2)	624,000	805,000
Note receivable	240,000	250,000
	$ 48,372,405	$ 46,174,710

See accompanying notes to financial statements.

and SUBSIDIARY COMPANIES

December 31, 1958 with comparative figures for 1957

• LIABILITIES •

	1958	1957
Current liabilities:		
Accounts payable and accrued expenses	$ 7,904,441	$ 6,423,724
Federal taxes on income	4,355,918	4,435,228
Total current liabilities	12,260,359	10,858,952
Provision for retirement payments (note 3)	651,063	504,200
Stockholders' equity:		
Capital stock (note 7):		
Preferred stock:		
Series A, $4.75 dividend	2,029,600	2,083,600
Series B, $4.00 dividend	13,952,300	13,952,300
Common stock (note 4)	11,905,831	11,902,628
	27,887,731	27,938,528
Balance of earnings retained in the business	7,573,252	6,873,030
Total stockholders' equity	35,460,983	34,811,558
	$ 48,372,405	$ 46,174,710

Commitments and contingent liabilities (notes 2 and 6).

MELVILLE SHOE CORPORATION

and Subsidiary Companies

Statement of Consolidated Earnings and Balance of Consolidated Earnings Retained in the Business. Year ended December 31, 1958 with comparative figures for 1957

	1958	*1957*
Net sales	$136,436,124	$130,355,538
Other income	149,760	156,158
	136,585,884	130,511,696
Cost of sales and store operating, selling, general and administrative expenses (exclusive of following deductions)	122,494,009	116,989,129
	14,091,875	13,522,567
Deduct:		
Depreciation and amortization (note 5)	3,082,265	2,677,614
Employees' retirement plans (note 3)	478,914	296,894
Other charges	245,057	147,983
	3,806,236	3,122,491
	10,285,639	10,400,076
Provision for Federal taxes on income	4,605,000	4,553,000
Net earnings (note 5)	5,680,639	5,847,076
Balance of earnings retained in the business at beginning of year	6,873,030	6,707,017
	12,553,669	12,554,093
Deduct cash dividends paid:		
Preferred stock, Series A, $4.75 a share	97,086	100,153
Preferred stock, Series B, $4.00 a share	558,092	558,092
Common stock, $1.55 a share; 1957, $1.80 a share	4,325,239	5,022,818
	4,980,417	5,681,063
Balance of earnings retained in the business at end of year	$ 7,573,252	$ 6,873,030

Notes to Financial Statements

1. Approximately 30% of the consolidated inventories are valued at last-in, first-out (LIFO) cost, which is substantially below market. The remaining portion of inventories are valued at the lower of cost or market, based mainly on the retail inventory method. During 1958, the company changed its method of valuing certain inventories from LIFO to the lower of cost or market under the retail inventory method. The effect of the change on net earnings was not material.

2. The underlying net book value of the investment in, and advances to a non-consolidated subsidiary at December 31, 1958, based on unaudited financial statements, amounted to approximately $730,000. Melville Shoe Corporation owns all of the outstanding common stock of the subsidiary, and there is outstanding and held by others 150 shares ($15,000) of 5% voting preferred stock, constituting 37½% of the voting control. This subsidiary owns a warehouse and office building, approximately 50% of which is rented by Miles Shoes. Melville Shoe Corporation has unconditionally guaranteed the payment of a note payable by the subsidiary amounting to $2,778,000 at December 31, 1958, payable in quarterly installments ranging from $17,000 to $47,000, maturing in 1984.

3. The company has an unfunded pension plan for its factory employees, which is part of the union agreement. The company intends to provide an average of $220,000 (net of Federal Income Taxes) per annum during the next four years which, on the basis of a recent actuarial report, will be sufficient to cover pensions for life to factory employees expected to be retired through 1962.

Miles Shoes has two non-contributory pension plans for its non-union employees. With respect to the 1955 plan for store employees, the company will provide reserves (net of Federal Income Taxes) sufficient to cover pensions for life at the time of retirement of each employee. To date, no employees have retired under this plan. With respect to the plan for non-store employees, which became effective January 1, 1957, the company will provide $35,500 (net of Federal Income Taxes) by December 31, 1962, to cover pensions for life for seven employees expected to retire during the five-year period. Pension costs, charged to earnings, include $7,100 with respect to this plan.

4. Under the company's restricted stock option plan, options were granted in 1956 to two officers to purchase 10,000 shares each of common stock of the company at a price of $31⅜ per share, which was the market value on the date the options were granted. Each of the options, which expire on the earlier of March 31, 1966, or within three months after the termination of employment, are exercisable, cumulatively, at the rate of 2,000 shares per year. None of the options was exercised during the year.

5. Depreciation charged to earnings is calculated on a straight-line basis. In computing the provision for Federal Taxes on Income, the accelerated method of depreciation, as provided for under the Internal Revenue Code of 1954, was used, to the effect that approximately $187,000 of Federal Income Taxes will be charged to future earnings as they become due. This amount is considered to be not material.

6. At December 31, 1958, the total minimum annual fixed rentals, payable under leases expiring after five years, was approximately $4,588,000, plus real estate taxes, insurance, etc. under certain leases. Leases covering about 89% of this amount expire on various dates within the next 15 years.

7. Capital stock consists of the following:

	December 31	
	1958	*1957*
Cumulative preferred stock, par value $100 a share, issuable in series:		
Authorized, 248,800 shares.		
Issued and outstanding:		
Series A, $4.75 dividend (redeemable at $100 plus accrued dividends), 1958—20,300 shares, less 4 shares acquired for cancellation under the sinking fund provision	$ 2,029,600	$ 2,083,600
Series B, $4.00 dividend — 139,523 shares (issued as a dividend on common stock, redeemable at amounts ranging from $103, from December 1, 1960, to $100 after December 1, 1966, plus accrued dividends in each case) ...	13,952,300	13,952,300
	15,981,900	16,035,900
Common stock, par value $1 a share. Authorized, 3,500,000 shares; issued and outstanding, 2,790,458 shares.........	11,905,831	11,902,628
	$27,887,731	$27,938,528

Additional capital amounting to $9,066,897, which arose from conversion of 4% preferred shares into common shares prior to redemption of the 4% preferred issue in February, 1950, is included in common stock capital, in accordance with statutory requirements. Common stock capital also includes $41,692 capital, arising from purchase by Miles Shoes Incorporated of its preferred shares under par value before consolidation, September 30, 1952, and $6,784, resulting from the purchase for retirement of Series A preferred stock at less than par value.

PEAT, MARWICK, MITCHELL & CO.
ACCOUNTANTS AND AUDITORS
SEVENTY PINE STREET
NEW YORK 5, N. Y.

Accountants' Report

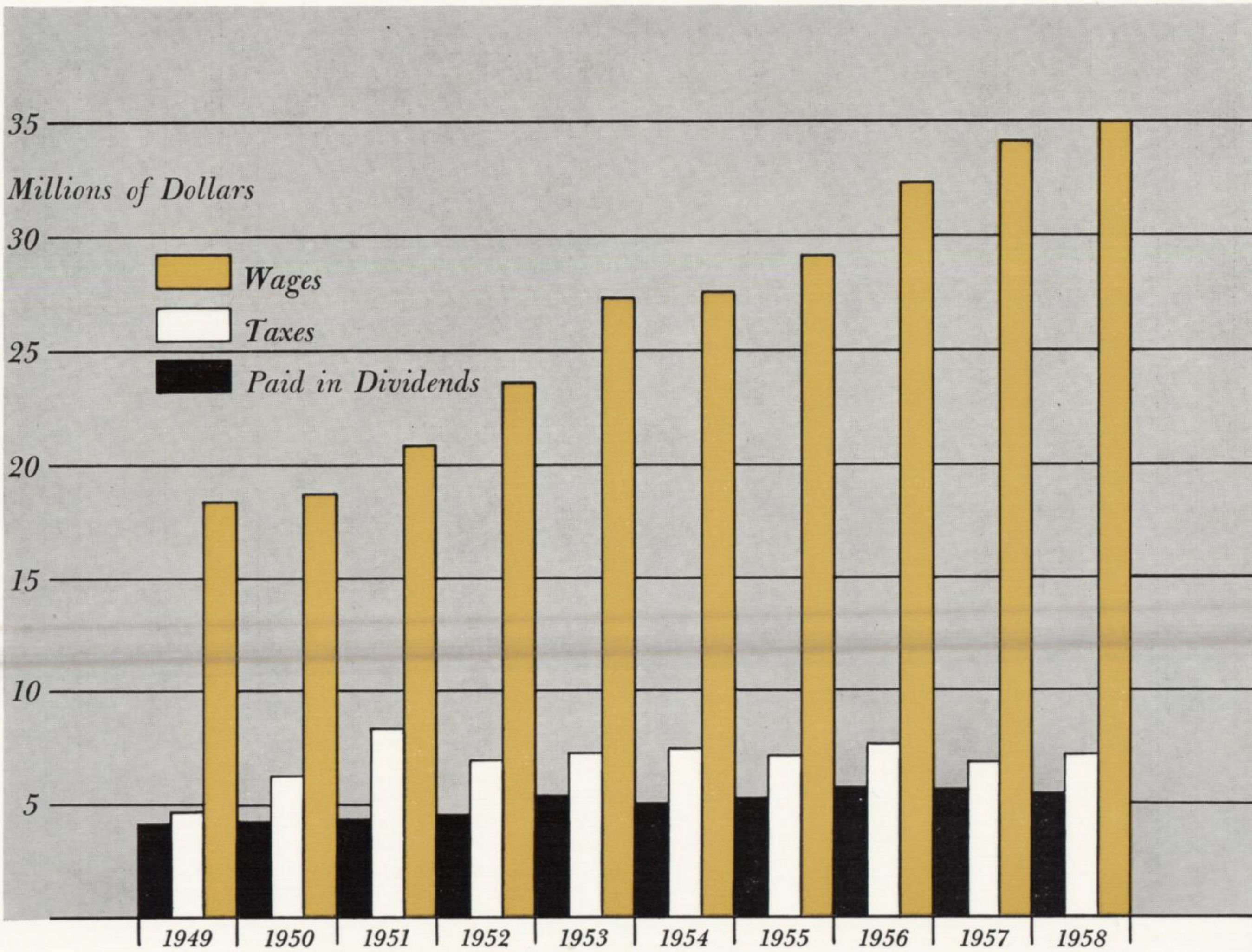
To the Board of Directors and Stockholders of Melville Shoe Corporation:

We have examined the statement of consolidated financial condition of Melville Shoe Corporation and subsidiary companies as of December 31, 1958 and the related statement of earnings and balance of earnings retained in the business for the year then ended. Our examination, which included all divisions and companies except the Miles Shoes division and related subsidiaries (which are of major importance), was made in accordance with generally accepted auditing standards, and accordingly included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances. As regards the Miles Shoes division and related subsidiaries, the accounts of which are incorporated in the accompanying consolidated financial statements, we have been furnished with the report of S. D. Leidesdorf & Co., Certified Public Accountants.

In our opinion, based on our examination and on the report referred to in the paragraph above, the accompanying statement of consolidated financial condition and statement of consolidated earnings and balance of consolidated earnings retained in the business present fairly the financial position of Melville Shoe Corporation and subsidiary companies at December 31, 1958 and the results of their operations for the year then ended, in conformity with generally accepted accounting principles applied on a basis consistent in all material respects with that of the preceding year.

PEAT, MARWICK, MITCHELL & CO.

New York, N. Y., February 20, 1959



DISTRIBUTION OF SALES REVENUE

	1958	1957
The company received from the sale of its products	$136,436,124	$130,355,538
The company paid for materials, merchandise and all expenses, exclusive of taxes and other amounts paid to or for the benefit of employees	88,607,446	83,230,307
Remainder	47,828,678	47,125,231
This was divided as follows:		
Wages and compensation	35,003,184	34,316,681
Taxes	7,144,855	6,961,474
Paid to stockholders or retained in the business	5,680,639	5,847,076

In 1958 after payment for materials, merchandise, taxes and other necessary expenses, 86% of the balance went to the company's 8,315 employees and 14% was paid to the 20,646 stockholders or retained in the business to provide for expansion.

STATISTICAL RECORD

Year	Stores at Year-end	Store Sales	Factory and Warehouse Sales	Total Sales	Net Sales	Wages and Compensation	Taxes-All	Earnings before Federal Income and Excess Profits Taxes	Earnings After Taxes	Dividends Paid
1932	499	$20,594,311	$8,497,864	$29,092,175	$21,732,165	$4,669,608	$ 367,652	$1,306,012	$1,185,338	$ 997,404
1933	535	21,112,783	10,631,665	31,744,448	22,499,867	5,367,621	592,982	2,345,562	2,069,059	930,139
1934	588	27,215,927	14,398,684	41,614,611	28,326,776	6,834,385	770,788	3,072,171	2,634,265	1,243,747
1935	609	30,355,524	16,947,267	47,302,791	31,420,675	7,765,484	871,106	3,477,078	3,001,984	1,744,450
1936	651	35,300,758	19,578,204	54,878,962	36,530,113	8,630,006	1,283,826	4,282,927	3,534,897	2,768,580
1937	690	38,155,438	22,199,736	60,355,174	39,377,533	9,976,537	1,335,660	3,344,873	2,801,695	2,896,674
1938	677	36,042,285	19,053,609	55,095,894	37,596,604	9,390,127	1,364,004	2,808,403	2,295,534	1,883,275
1939	663	38,326,853	21,721,707	60,048,560	40,873,780	9,913,010	1,625,112	3,873,292	3,141,161	2,404,514
1940	666	40,260,777	22,446,029	62,706,806	42,596,249	9,847,880	1,921,556	4,339,218	3,210,961	2,554,019
1941	659	46,653,910	28,588,553	75,242,463	51,359,632	11,982,680	2,789,468	4,753,348	2,924,275	2,542,354
1942	579	51,644,040	36,982,550	88,626,590	64,028,487	13,990,280	5,714,719	7,478,200	2,582,863	2,315,965
1943	556	39,238,096	29,288,336	68,526,432	51,564,039	11,778,538	2,985,542	4,674,122	2,452,069	2,315,137
1944	549	37,051,163	33,238,881	70,290,044	54,367,141	13,018,344	2,545,030	3,884,527	2,192,797	2,315,104
1945	536	41,216,792	34,956,285	76,173,077	56,846,202	14,038,031	3,008,300	4,631,577	2,400,907	2,309,018
1946	519	60,213,552	35,072,592	95,286,144	63,835,344	15,728,749	3,397,749	6,586,968	3,895,968	2,605,374
1947	519	71,992,773	48,566,594	120,559,367	77,145,950	18,747,576	4,971,733	9,437,690	5,419,690	3,686,212
1948	547	75,568,381	48,446,862	124,015,243	83,593,261	19,842,748	4,919,880	9,655,816	5,907,816	4,039,401
1949	560	71,864,212	43,292,986	115,157,198	78,028,920	19,258,854	4,640,645	9,099,339	5,538,010	4,094,286
1950	560	70,886,795	42,978,136	113,864,931	77,080,780	18,924,759	5,653,838	9,630,686	5,188,836	4,213,027
1951	577	71,075,477	54,847,259	125,922,736	92,740,699	21,052,294	7,228,010	10,456,529	4,669,369	4,212,803
1952	739	77,362,760	47,104,106	124,466,866	90,384,955	23,584,510	6,631,069	9,780,990	4,712,710	4,449,190
1953	794	99,551,584	45,613,054	145,164,638	108,870,972	27,327,473	6,962,746	10,933,798	5,732,798	5,124,943
1954	834	100,839,255	42,510,630	143,349,885	107,866,310	27,608,280	7,141,003	11,224,952	5,979,952	5,124,946
1955	886	106,721,861	44,391,068	151,112,929	114,495,706	29,774,594	7,510,863	11,241,329 (1)	5,885,692(1)	5,124,946
1956	947	115,987,762	48,164,148	164,151,910	126,124,405	32,750,903	7,644,654	11,504,253	6,112,253	5,682,546
1957	1,018	122,076,438	44,381,086	166,457,524	130,355,538	34,316,681	6,961,474	10,400,076	5,847,076	5,681,063
1958	1,053	129,066,540	42,024,288	171,090,828	136,436,124	35,003,184	7,144,855	10,285,639	5,680,639	4,980,417

(1) *Excluding non-recurring real estate profit.*

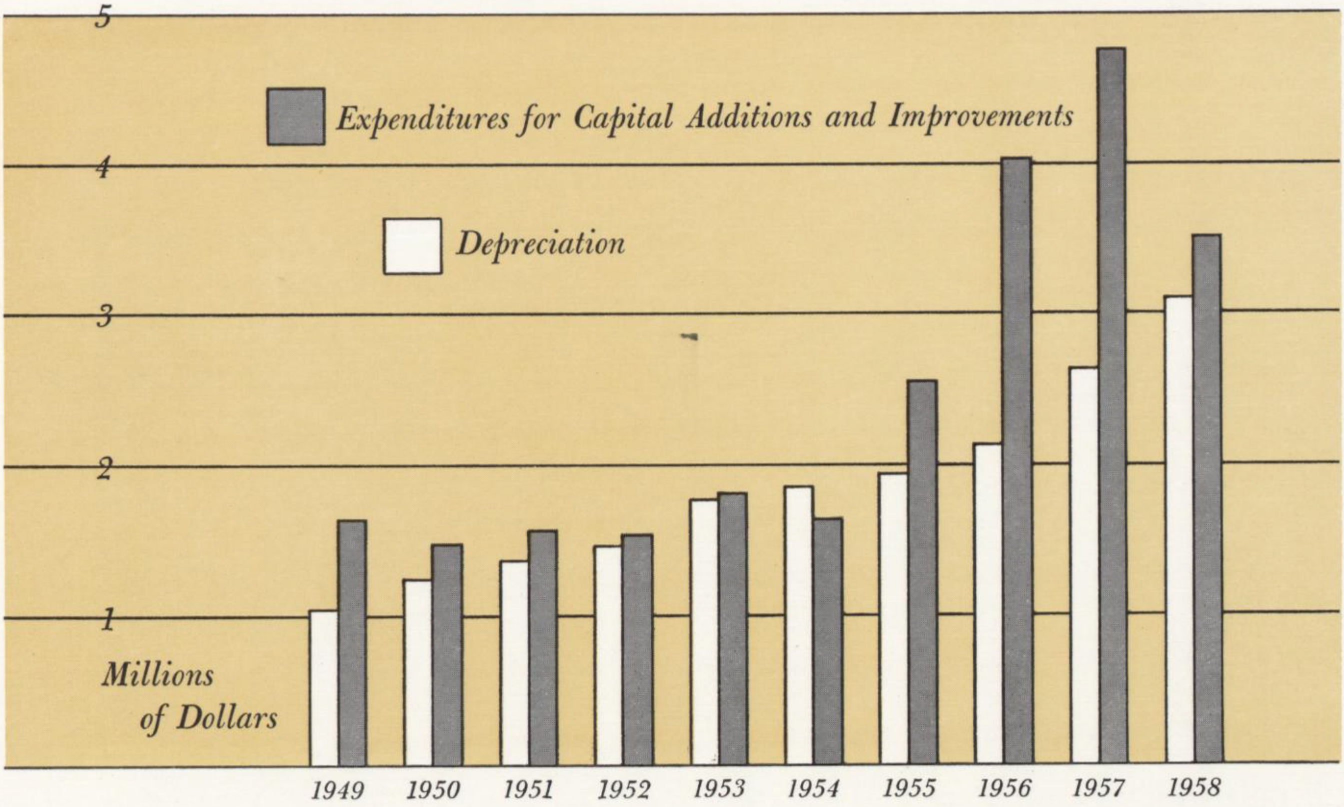
J. F. McElwain Company figures are included in all years; Miles Shoes figures are included from date of consolidation, Oct. 1, 1952.

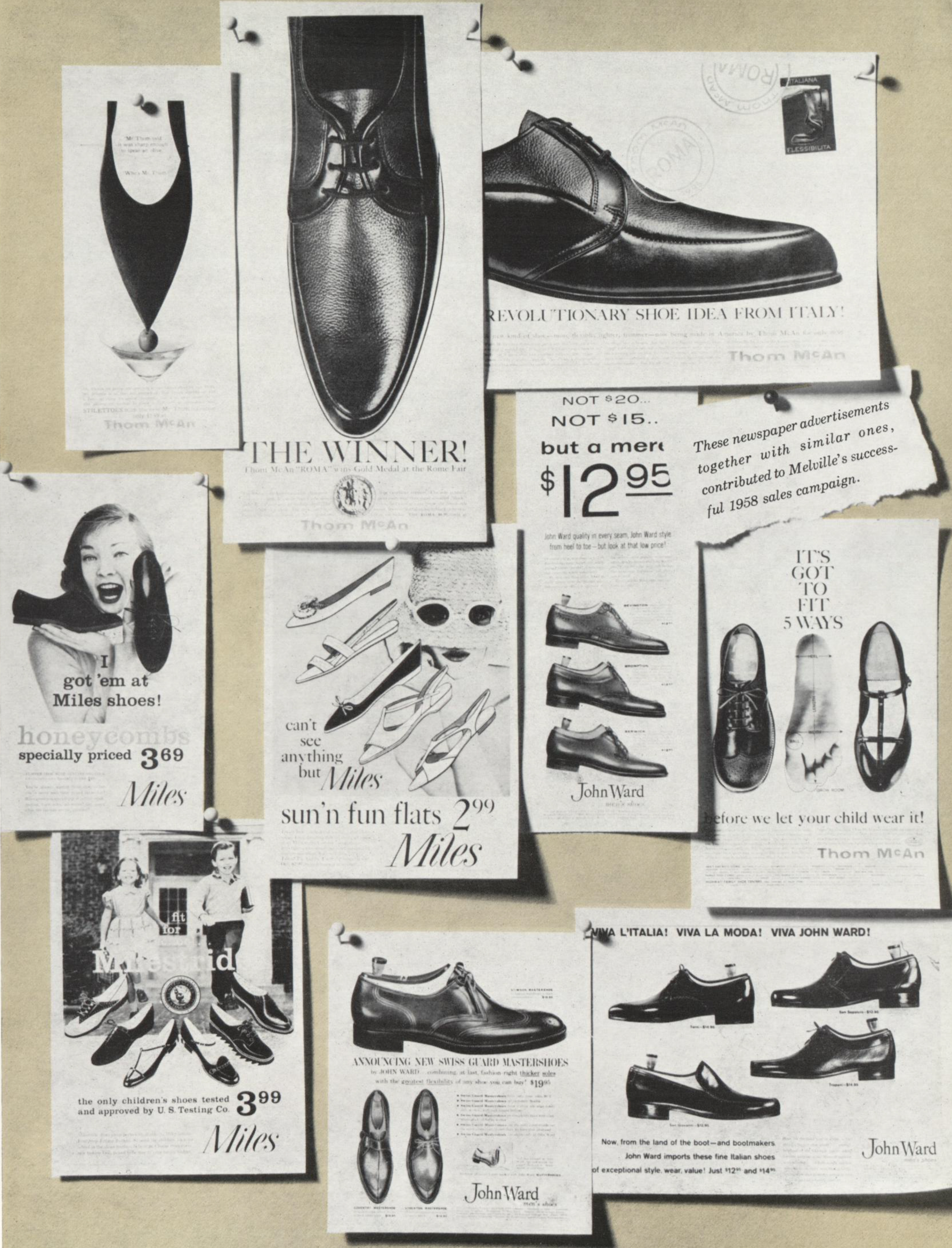
COMPARATIVE INCOME DATA

Year	Total Sales	Net Sales	Net Income	% of Net Income to Total Sales	% of Net Income to Net Sales	Preferred Dividends — Times Earned	Income Available for Common Stock	Per Share(2)	
								Earnings	Dividends Paid
1953	$145,164,638	$108,870,972	$5,732,798	3.95	5.27	8.69	$5,073,070	$1.82	$1.60
1954	143,349,885	107,866,310	5,979,952	4.17	5.54	9.06	5,320,224	1.91	1.60
1955	151,112,929	114,495,706	5,885,692	3.89	5.14	8.92	5,225,964	1.87(1)	1.60
1956	164,151,910	126,124,405	6,112,253	3.72	4.85	9.26	5,452,525	1.95	1.80
1957	166,457,524	130,355,538	5,847,076	3.51	4.49	8.88	5,188,831	1.86	1.80
1958	171,090,828	136,436,124	5,680,639	3.32	4.16	8.67	5,025,461	1.80	1.55

(1) Excluding non-recurring real estate profit of 17¢ per share.

(2) On present capitalization adjusted to give effect to the tax free split-up of common into preferred and common. A stock dividend of 1/20th ($5 par value) of a share of Class B 4% preferred stock was issued in December, 1955 on each share of common stock. Stockholders were advised that the adjusted cost of the common stock was 87.165% of the original cost of the common stock. The annual dividend on this tax free preferred stock dividend was the equivalent of 20¢ a share on the common stock. If present capitalization had been in effect in 1953, 1954 and 1955 the amount of dividends paid on common stock would have been equivalent to $1.60 per share on the common and 20¢ on the preferred stock.





"Mr Thom said it was sharp enough to spear an olive."

"Who's Mr. Thom?"

STILETTOES

Thom McAn

THE WINNER!

Thom McAn "ROMA" wins Gold Medal at the Rome Fair

Thom McAn

REVOLUTIONARY SHOE IDEA FROM ITALY!

Thom McAn

NOT $20...

NOT $15..

but a mere

$12.95

John Ward quality in every seam, John Ward style from heel to toe—but look at that low price!

John Ward

I got 'em at Miles shoes!

honeycombs

specially priced 3.69

Miles

can't see anything but Miles

sun'n fun flats 2.99

Miles

IT'S GOT TO FIT 5 WAYS

before we let your child wear it!

Thom McAn

fit for Milestrid

the only children's shoes tested and approved by U. S. Testing Co. 3.99

Miles

ANNOUNCING NEW SWISS GUARD MASTERSHOES

by JOHN WARD ... combining, at last, fashion-right thicker soles with the greatest flexibility of any shoe you can buy! $19.95

John Ward

VIVA L'ITALIA! VIVA LA MODA! VIVA JOHN WARD!

Now, from the land of the boot—and bootmakers John Ward imports these fine Italian shoes of exceptional style, wear, value! Just $12.95 and $14.95

John Ward

These newspaper advertisements together with similar ones, contributed to Melville's successful 1958 sales campaign.

DESCRIPTION *of the* BUSINESS

MELVILLE SHOE CORPORATION, founded in 1892 and incorporated in 1914, is the largest integrated shoe manufacturing-retailing organization in the United States and is comprised of three retail divisions, John Ward, Thom McAn and Miles Shoes, and the J. F. McElwain factories. On December 31, 1958 it operated 1053 stores; 12 factories in New Hampshire and Massachusetts; 3 warehouses, one each in Worcester, Mass., Clifton, N. J. and New York, N. Y.

THE SHOE INDUSTRY as a whole experienced a difficult year. Many retailers curtailed their purchases and reduced inventories, but the consuming public continued to buy at a rate only slightly under that of 1957. By the summer of 1958, it became apparent to the industry that consumers would continue to buy at a near-normal rate. Consequently, during the second half of the year, manufacturers and retailers, including Melville Shoe Corporation, increased production and inventories in preparation for the expected heavy seasonal year-end demand. The 1958 Christmas selling season proved to be the largest in history for the company.

MARKET FLEXIBILITY . . . The three retail divisions, with their variety of merchandise and price ranges, permit an unusual degree of flexibility in the distribution of shoes to large-city, small-city, and suburban markets. The company has been active in opening stores—in shopping centers and on highways—to serve the millions of customers living in newly developed areas and to accommodate the rapid change in American shopping habits.

DISTRIBUTION . . . During 1958, the three warehouses processed and shipped approximately 24 million pairs of footwear, as well as hosiery, handbags, and other merchandise sold in the company's stores. Men's and boys' shoes for the Thom McAn stores, and all John Ward shoes, are distributed through the warehouse in Worcester, Mass. Women's and girls' merchandise is shipped to Thom McAn family stores from the warehouse in Clifton, N. J. Footwear and other merchandise for the Miles stores are supplied from the warehouse at 59th Street and Tenth Avenue in New York.

Each of the warehouses maintains its own records for the proper operation and control of inventory and merchandise shipments. Improvements in the system and procedures involved in warehousing and merchandise distribution were made during the year, particularly in the Clifton warehouse, where the rapid expansion of the Thom McAn chain of family stores resulted in an increased work-load in 1958 of approximately 25%.

In a further effort to systematize and simplify merchandising and accounting procedures, to effect economies and increase efficiency, the company intensified its study of the possible application of electronic data processing to these operations. The goal here, as in other phases of operation is constantly to improve methods of distribution. Historically, the company has endeavored always to adhere as nearly as possible to "straight-line" distribution — holding to a minimum the number of operations and the costs incurred between factory and consumer.

and BRIEF REVIEW

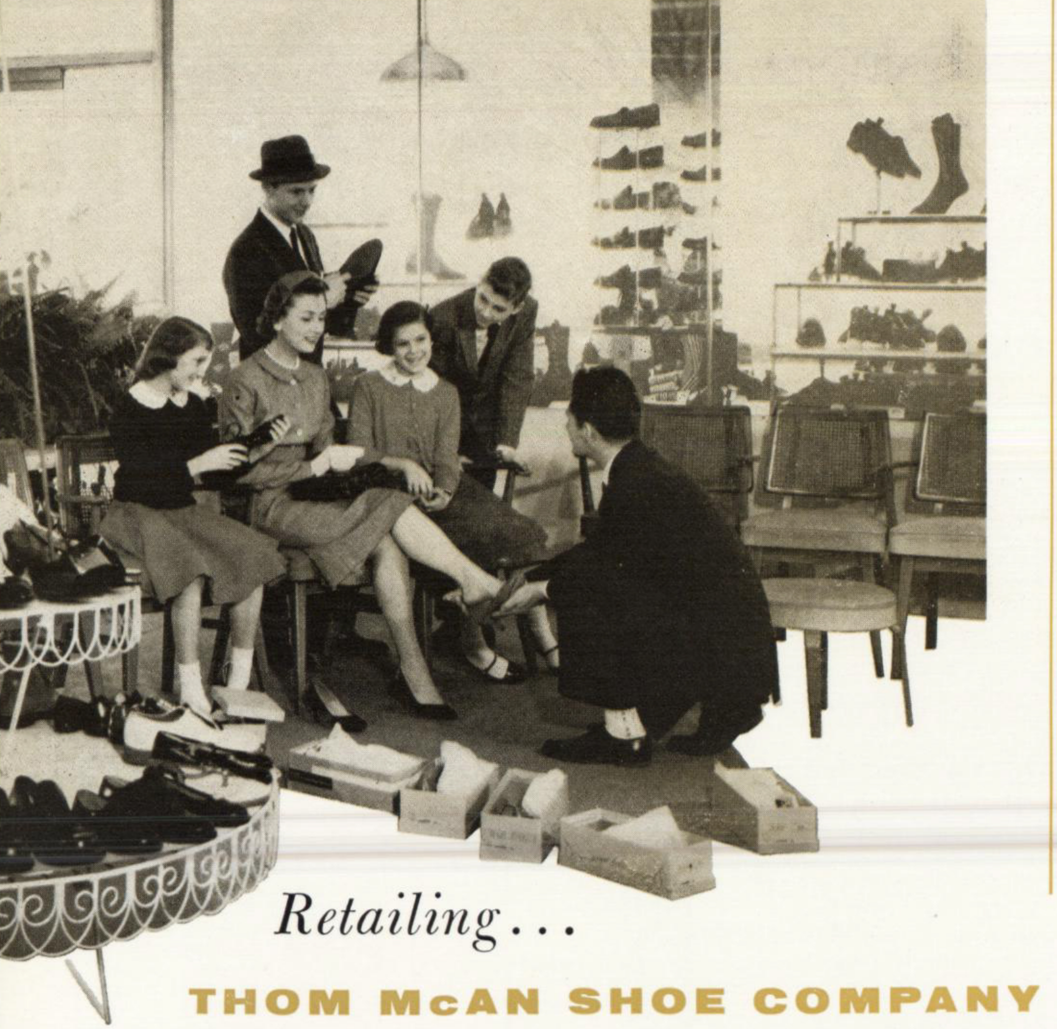
COSTS—PRICES . . . One of the key factors in the growth and continued strength of Melville Shoe Corporation has been its policy — basic since the company's founding — of building shoes to a clear-cut standard of quality, rather than varying quality to meet predetermined prices. This policy has helped to develop strong loyalty among our customers, who know they can count on consistent quality. Certain costs show signs of continued upward pressure. However, technological advances and improved systems and procedures will make it possible to compensate for some of these increased costs through greater operating efficiency. Melville believes that actively striving for such operating economies as a means of remaining strongly competitive by avoiding retail price increases as long as possible is not only sound business practice but contributes to the vital national task of holding the line against inflation.

STOCKHOLDERS . . . The company had approximately 21,000 common and preferred stockholders as of the year end. From time to time in the past we have made tabulations of stockholders, and have found little variance in the following statistics: of the total number of stockholders about 85% own 100 shares or less each and 99% own less than 1,000 shares each. These stockholders live in all States of the Union, in the District of Columbia, and in approximately 15 foreign countries. A tabulation of common stock shareholdings made in August 1958 showed that there were 6,612 male stockholders with 888,370 shares, 8,049 female stockholders with 732,185 shares, and 4,284 joint accounts with 239,782 shares. Fiduciaries, stock brokers, nominees and institutions, comprising 1044 accounts, held 928,279 shares.

At our last annual meeting there were represented in person or by proxy 84% of the shares entitled to be voted. Your management is pleased to have such a large percentage represented, and strongly urges all stockholders to exercise their right to vote. Proxies will be solicited for the annual meeting which is to be held on Tuesday, April 14, 1959, at the office of the company, 25 West 43 St., New York. We hope that those stockholders who can conveniently do so will attend the annual meeting in person. Management is always glad to receive comments from stockholders and welcomes an opportunity to provide more information concerning any part of our operations.

Arthur Paar

Arthur Paar, who is retiring this spring as president of Melville Realty Company, Inc., came with the corporation in 1920 at the age of 26, served an apprenticeship in the mail order and outside selling departments of the company, and moved into the realty division in June of 1924. He came up through the ranks of that organization until he attained the presidency, and now retires to an advisory post with the appreciation and gratitude of his associates for a job unusually well done. Mr. Paar has been one of the most important factors in the operation and growth of Melville Shoe Corporation.



Retailing . . .

THOM McAN SHOE COMPANY

Offices:

25 WEST 43rd STREET, NEW YORK 36, N. Y.
44 HAMMOND ST., WORCESTER 10, MASS.

Directors:

ROBERT C. ERB, *Chairman*
H. ALBERT BRODIN
LESTER R. FALLON
ROY FOGAS
DAVID W. HERRMANN
DAVID B. MELVILLE
WARD MELVILLE
LEONARD A. SHEA
LAFAYETTE A. TREMBLAY

Officers:

LESTER R. FALLON, *President*

• *Vice-Presidents*
ROY FOGAS
RICHARD H. McCARTHEY
LEONARD A. SHEA
LAFAYETTE A. TREMBLAY

H. ALBERT BRODIN, *Treasurer*
DAVID B. MELVILLE, *Secretary*
HAROLD R. WICKHAM, *Assistant Secretary*

The first Thom McAn store was opened in 1922. At the end of 1958, 808 stores were in operation: 512 selling only men's and boys' shoes, hosiery, and accessories; 288 selling merchandise for the entire family; and 8 leased departments or agencies. These stores are located in 44 states and the District of Columbia. All merchandise is in the popular price range: men's shoes mostly from $7.99 to $10.95, women's from $2.99 to $6.99, boys' from $3.99 to $6.99, and girls' from $1.99 to $4.99.

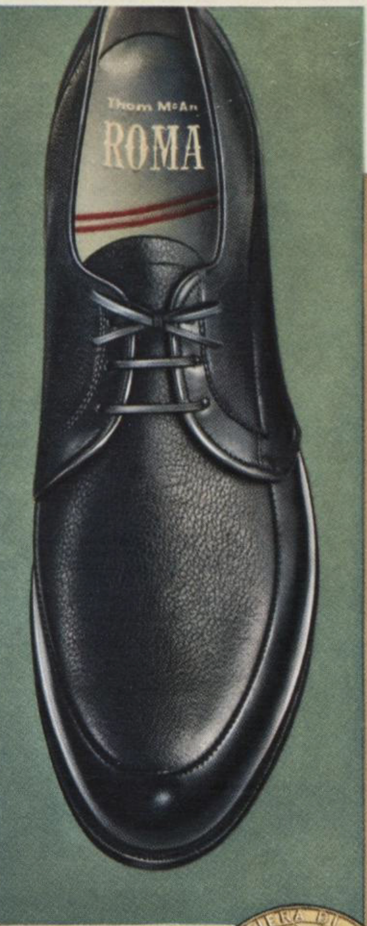
In addition to its stores, Thom McAn distributes through several domestic and foreign accounts. An extensive line of steel-toe safety work shoes is also sold directly through plants and factories coast to coast.

Women's and children's footwear accounts for about the same number of pair sales as do the men's and boys' lines. The men's and boys' lines, however, account for a considerably greater dollar volume.

STORE OPERATIONS: People are moving to the suburbs. In every metropolitan area in the United States population is growing more rapidly in outlying sections than in central city neighborhoods — resulting in many new homes, new schools, new churches and, of course, new markets. Thom McAn's major expansion effort is now in the suburban areas. Thom McAn endeavors to open stores in such new markets as soon as each is judged large enough to permit profitable operation. Of the 53 new Thom McAn stores and 3 new leased departments opened in 1958, the majority — 32 — were family stores located in suburban shopping centers. At the year's end, Thom McAn operated 179 stores in these shopping centers, which have been found especially suited to Thom McAn's type of family shoe store.

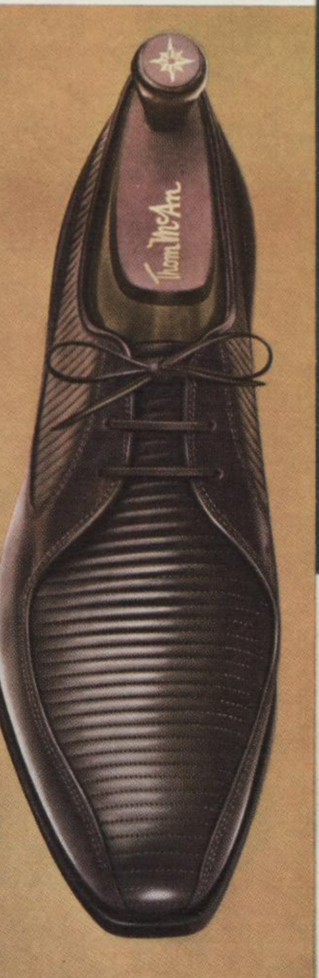
Eleven more new 1958 family stores were free-standing highway units—stores located at the edge of a busy roadway, with their own parking areas. Standing alone, these highway units must depend on their own drawing power to attract customers. But their large size, bold appearance, dramatic design, and convenient parking facilities have made them highly popular. A relatively new departure in shoe merchandising, they have proven highly successful. At year's end nineteen were in operation. More are scheduled to be opened in 1959.

A corollary of suburban growth, of course, has been that mid-city shopping areas have faced new competition. By a program of relocation and rehabilitation, however, Thom McAn is successfully maintaining volume in most of its downtown stores.

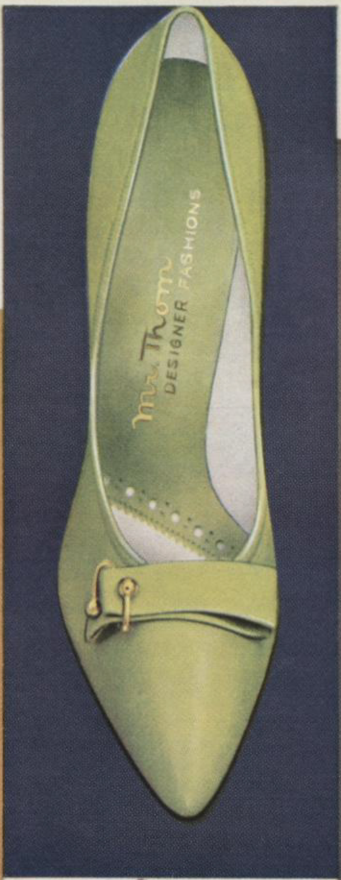

Thom McAn
ROMA

The Gold Medal
ROMA

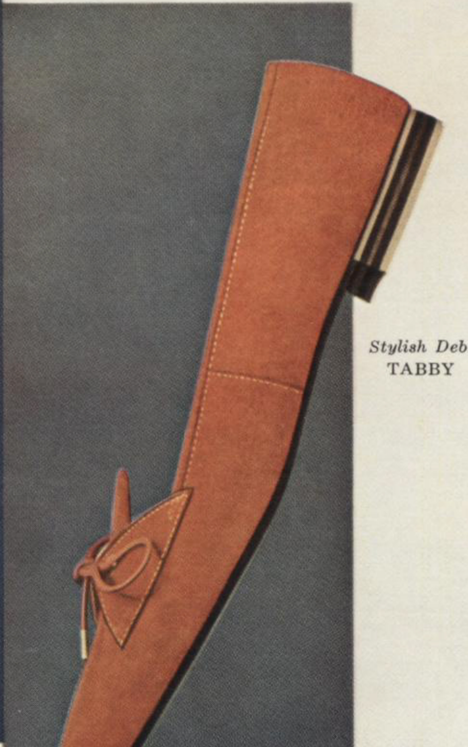
VI FIERA DI ROMA
1958



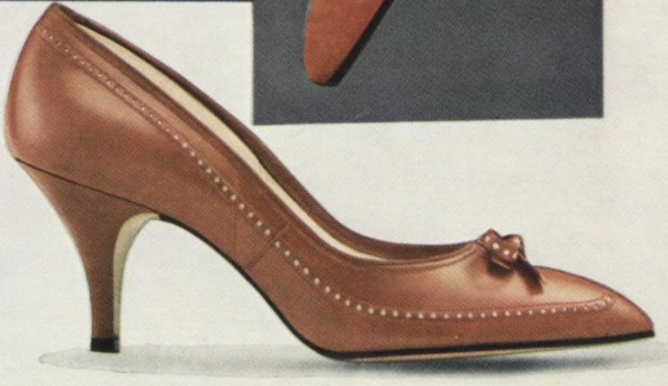
The Pinstripe ROMA


Mr. Thom
DESIGNER FASHIONS

Mr. Thom's
THE FRENCH CUFF



Stylish Debs
TABBY



Mr. Thom's LA POINTE

Boys'
CUTAWAY

Girls'
BUCKLE 'N' BOW

Boys'
BUCKSTER

Girls'
SPORTABOUT

Fifteen men's and boys' stores and 11 family stores were remodeled, enlarged or otherwise improved during the year. This included new interior layouts to facilitate self-selection, which is now standard practice in new stores.

A new men's store was opened in 1958 in New York's Times Square, the so-called "crossroads of the world." In just four opening days, this store sold over 10,000 pairs of men's shoes — a record opening for Thom McAn or, so far as is known, for any other company.

MERCHANDISING: Thom McAn's position of leadership in the popular-priced men's field was strengthened in 1958 by the introduction of ROMAS — shoes styled in the Italian manner. The lightness, flexibility and comfort of these shoes — combined with their style details — appeal so strongly to male shoe buyers that today Thom McAn is the largest retailer of Italian-styled shoes in the country. Thom McAn's American-made ROMAS were awarded the Gold Medal at the Rome Fair. Currently, Thom McAn is preparing to offer a new type of casual shoe — SOFTSHOES — which may well prove to be another style "hit."

Sales of women's shoes increased substantially during 1958, stimulated by the successful promotion of STILETTOES, SILK SUEDES, BRAVO BLUES and other high-style items. Thom McAn has been increasingly recognized by millions of women in the last few years as headquarters for high style.

In the sale of girls' shoes, special promotions of HOOK 'N' LADDERS and CHAIN GANGS resulted in gratifying sales increases. Similar successes were recorded on the square-toed CUTAWAYS for boys and GATORS for teen-agers.

ADVERTISING: A new approach was taken to newspaper advertising starting in the Fall season. The result was a uniquely successful campaign in papers across the country in major centers of population. These ads showed best-selling styles, a single shoe per ad, in full dimension.

Styles especially designed for teenagers were strongly promoted in major markets by spot radio commercials with specialized appeal for this age group. Several of the musical arrangements created for the purpose of promoting such styles as the CUTAWAYS and GATORS became popular in their own right.

PUBLIC RELATIONS: Public relations activities were increased and broadened during 1958, with particular attention to the youth market. A filmstrip was produced and distributed on request to more than 2,000 high schools in cities where we have family stores. The film is based upon an historical collection of miniature shoes acquired by the company, and it relates shoe styles over the past 5,000 years to current styles in footwear. Intended primarily for home economics and other high school classes, it is also offered to P-TAs, women's clubs and other groups.

The Thom McAn Football Trophy and Scholarship program, now in its ninth year, drew twenty new newspaper sponsors in as many communities — the largest yearly increase since the award was first offered — and brought favorable attention to Thom McAn in hundreds of communities in our trading areas. About 100 outstanding student-athletes will receive these awards in 1958-59.

Our major scholarship program, Thom McAn Leadership Awards—which was expanded to include high school senior girls in 1957—has nearly doubled in high school participation in the 1958-59 school year, with some 1,600 schools advising that they will submit candidates.

PERSONNEL: Thom McAn's expansion program has made it necessary to employ many new people and has required a greater emphasis throughout the company on training in all of its phases. Each new store provides approximately five regular full-time employment opportunities. The best qualified men and women are promoted to positions of greater responsibility and opportunity. The addition of new, young and energetic recruits, properly trained in our methods of selling and merchandising, is fortifying and strengthening the organization's ability to meet the problems of the future in the highly competitive field of shoe retailing. While Thom McAn has many new employees, it also has a core of highly valued older employees. During the past year, 65 veterans representing the finest kind of experience and ability joined the Quarter Century Club, which now has 397 members in all. The vast majority of these able people continue to give their experienced service to the company.

Retailing . . .

MILES SHOES

Executive Offices and Warehouse:

459 WEST 59th STREET, NEW YORK 19, N. Y.

Directors:

MURRAY M. ROSENBERG, *Chairman*
KENNETH K. BERLAND
MEYER BOGORFF
ROBERT C. ERB
ARTHUR B. GOLD
DAVID W. HERRMANN
SPENCER D. OETTINGER
ALFRED L. ROSE
MILES ROSENBERG
SAMUEL H. ROSENBERG

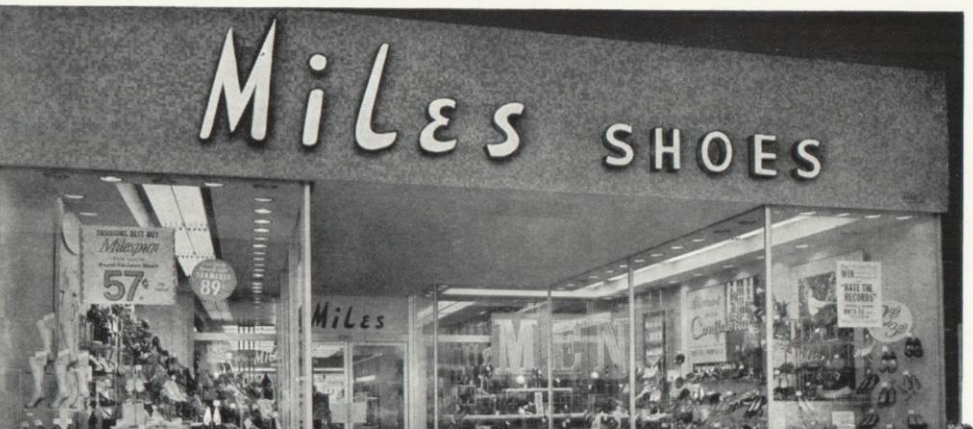
Officers:

MURRAY M. ROSENBERG, *President*
SPENCER D. OETTINGER, *Exec. Vice-Pres.*
SAMUEL H. ROSENBERG, *First Vice-Pres.*
KENNETH K. BERLAND, *Vice-Pres. & Treas.*

- *Vice-Presidents*

NAT ANTLER
SYLVAN BANE
MEYER BOGORFF
JOSEPH B. FRIEDLANDER
ARTHUR B. GOLD
NICHOLAS G. KUHN
VINCENT STURNIOLO

MILES ROSENBERG, *Secretary*



As of October 1, 1952 Miles Shoes Incorporated, which was established in 1917, was consolidated with Melville Shoe Corporation and operates as a division. Miles' 233 stores are located principally in the East. Although they retail men's and boys' shoes, their sales are predominantly in women's and children's shoes and related merchandise. Their shoes sell in the popular price range and slightly lower than Thom McAn. Miles retails its women's dress and sport types of shoes mostly from $3.99 to $5.99 and its men's at $6.99 and $7.99. Children's shoes sell from $2.99 to $4.99, depending mostly on size.

STORE OPERATIONS: During 1958, sixteen Miles stores were opened along the Eastern seaboard, as far south as Coral Gables, Fla. Stores in the Southeastern area continued to show marked improvement. In the Middle Atlantic states, the trend toward suburban shopping continued; new Miles units were opened in these areas, and this year an even stronger program in this direction is being carried out. Several new stores opened in 1958 in the New York metropolitan area have shown good promise, and more are being added in 1959.

A prototype of a Miles roadside store has been developed, after careful study of requirements, and several such stores will be established in the current year. It is believed that this will prove to be an efficient operation that will greatly increase Miles' distribution in those areas where more complete coverage is desired. Thus, in the current year, Miles will continue to expand in three directions: shopping centers; selected downtown locations; roadside locations in areas where Miles shoes are well known and additional sales possibilities exist.

MERCHANDISING: In the sale of FIFTH AVENUE FASHION shoes for women, a highlight of 1958 was the rapid acceptance of the highfashion narrow toe in all heel heights. Toward the end of the year, the heavy demand for high colors was outstanding. Teen-age and flat heel shoes—SEVENTEENS—are an increasingly important part of Miles volume. This brand name has been and will be promoted aggressively.

Miles' children's shoes, under the brand name MILESTRIDE, are continuing to receive wide consumer approval. The slogan *Milestride Means Confidence* has been supported by two statements used prominently in windows and advertising: (1) *Milestrides are the only shoes tested and approved by the U S Testing Laboratories.* (2) *Miles will not sell your child a pair of shoes unless they fit properly.*

Men's and boys' shoe volume has continued to grow. American-made Italian-styled shoes, as well as some imported from Italy, were successfully promoted by Miles during the year under the name ITALIA. Here again, the style elements of merchandising have become more important, and style trends are changing more rapidly than in past years.

PROMOTION: Considerable progress has been made in the simplification of women's display through the use of permanent frames and attractive poster changes. More attention is being given to newspaper promotion, particularly in areas outside of Metropolitan New York where it is believed that the acceptance of Miles stores and merchandise can be accelerated through the use of selective advertising.

Rapid changes are taking place in shoe store design, reflecting the trend toward self-selection which is made possible by fuller interior displays of merchandise. Old stores are being modified as rapidly as possible by the introduction of new fixtures and new stores are being designed to take full advantage of the customer's desire to shop and select inside the store. The latest store designs are more attractive than ever before, and appear to have the enthusiastic approval of Miles' customers.

Men's
THE SWIRL
BANDLEADER

Little Boys
JUNIOR &
BANDLEADER

Boys'
RIPPLE
SOLE

Girls'
THE POUCH

Women's
THE TIE-TIE

Girls'
T-STRAP

MELVILLE REALTY COMPANY, Inc.

Directors:

ALBERT C. BLUNT 3rd
H. ALBERT BRODIN
LESTER R. FALLON
DAVID B. MELVILLE
ARTHUR PAAR
JAMES O. THOMAS

Officers:

ARTHUR PAAR, *President*
• *Vice-Presidents*
ALBERT C. BLUNT 3RD
DAVID W. HERRMANN
SPENCER D. OETTINGER
LEONARD A. SHEA
JAMES O. THOMAS

H. ALBERT BRODIN, *Treasurer & Asst. Secretary*
DAVID B. MELVILLE, *Secretary*
FRANK SOKOL, *Assistant Treasurer*
• *Assistant Secretaries*
NAT ANTLER
BERTHA K. SMITH
HAROLD R. WICKHAM

John J. Gavin

Directors:

WARD MELVILLE, *Chairman*
H. ALBERT BRODIN
ROBERT C. ERB
JOHN J. GAVIN
DAVID B. MELVILLE

Officers:

JOHN J. GAVIN, *President*
DAVID B. MELVILLE, *Vice-Pres. & Secretary*
H. ALBERT BRODIN, *Treasurer*
HAROLD R. WICKHAM, *Assistant Secretary*

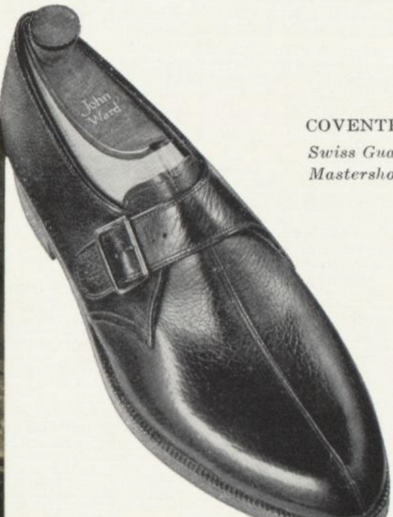
Executive Offices:

26 EAST 42nd ST., NEW YORK 17, N. Y.

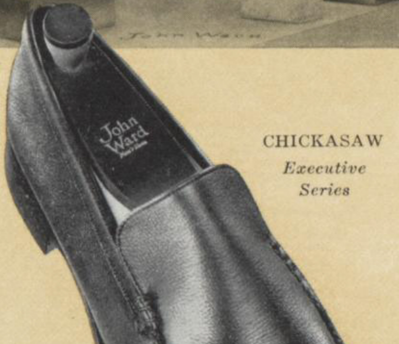
Retailing . . .

JOHN WARD MEN'S SHOES

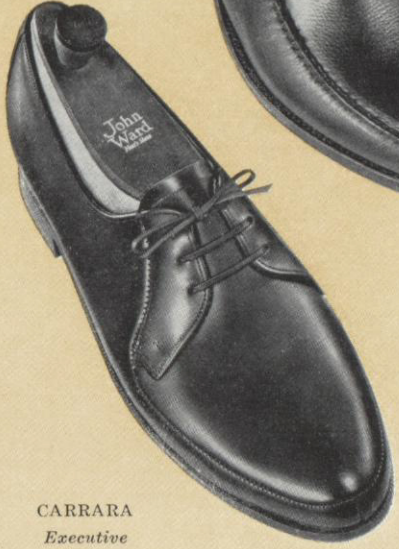
John Ward
John Ward
John Ward
MEN'S SHOES
MEN'S SHOES



COVENTRY
Swiss Guard Mastershoes



CHICKASAW
Executive Series



CARRARA
Executive Series

JOHN WARD, organized in 1896, was the company's first chain of stores. At the end of 1958, John Ward operated 12 stores in New York, Newark, Philadelphia and Hempstead. It retails three groups of men's shoes with hosiery and other accessories. The EXECUTIVE SERIES retails from $10.95 to $15.95. Flexible MASTERSHOES, of a patented construction which eliminates the break-in period, are $19.95. In addition John Ward sells a line of stout brogues called the 400 SERIES at $24.95.

During the year John Ward increased its operations by opening an additional store in Philadelphia and improving notably the location of its store on Broadway, Manhattan.

The new Philadelphia store is at 1518 Chestnut Street in the financial and high-grade shopping area near the new Penn Center business development, which is replacing the old "Wall of China" Pennsylvania Railroad Terminal and is also convenient to the new Sheraton Hotel and the famous Bellevue-Stratford. This should prove to be an excellent location over a period of years.

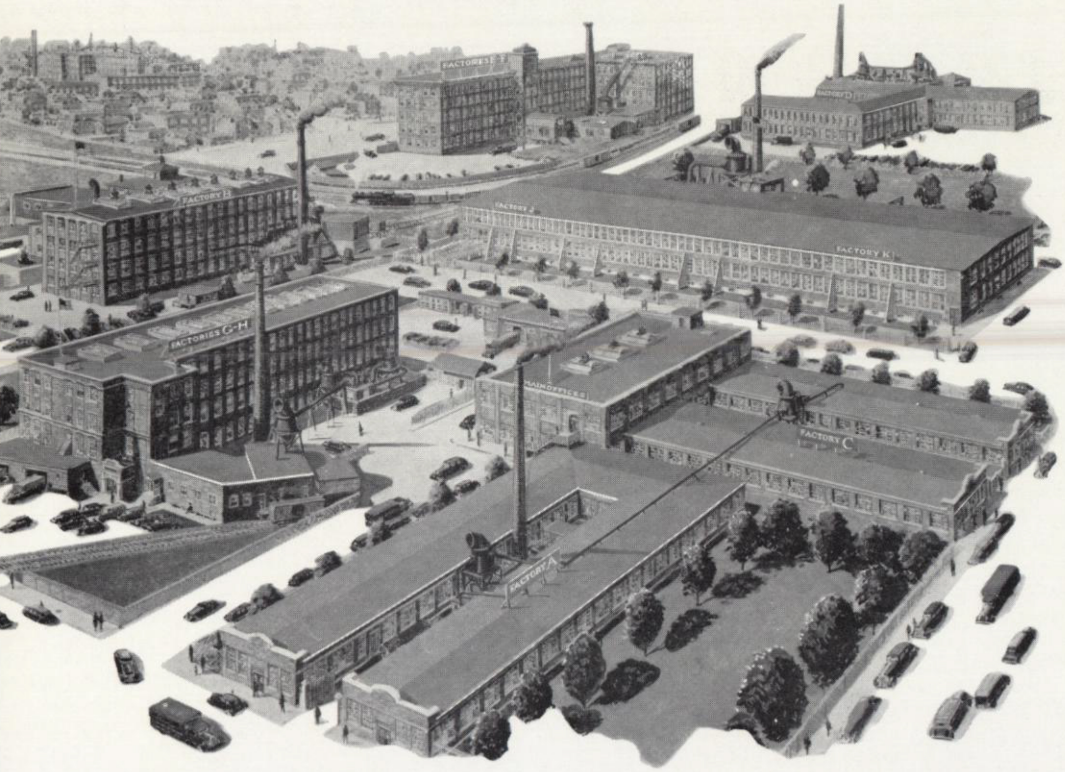
The John Ward store of many years' life, which has moved gradually down Broadway from the neighborhood of 40th Street, is now at the northwest corner of 35th Street just across from Macy's. This improvement in location has resulted in very substantial sales increases.

Two style developments have been notably successful in the John Ward operations. John Ward developed a new type of shoe construction which provides unusual flexibility coupled with stout soles and closely trimmed edges. Shoes manufactured under this design were given the name SWISS GUARDS, and are sold in the MASTERSHOES group. Customer reaction has been excellent, and sales are expected to increase in the year ahead. Another development was a new finish for brown shoes which has been promoted through newspaper advertising and in the store windows as COLOR 88. It has been widely copied by the shoe industry.

Factories: NASHUA, N. H. (4), MANCHESTER, N. H. (6), ATHOL, MASS. (2)

Offices: 103 TEMPLE ST., NASHUA, N. H.; 10 HIGH ST., BOSTON 10, MASS.

Manufacturing . . . J. F. McELWAIN COMPANY



Directors:

ROBERT C. ERB
RANDALL D. ESTEN
FRANCIS H. GLEASON
JAMES C. MacKAY
WARD MELVILLE
JOSEPH L. MERRILL
ROBERT A. T. NELSON
SEWARD M. PATERSON
RICHARD E. WEST

Officers:

FRANCIS H. GLEASON, *President*
RICHARD E. WEST, *Executive Vice-President*
• *Vice-Presidents*
JAMES C. MacKAY
ROBERT A. T. NELSON
SEWARD M. PATERSON
RANDALL D. ESTEN, *Treasurer & Secretary*
CLINTON P. WALLACE, *Controller*
AGNES H. FISCHER, *Assistant Treasurer*

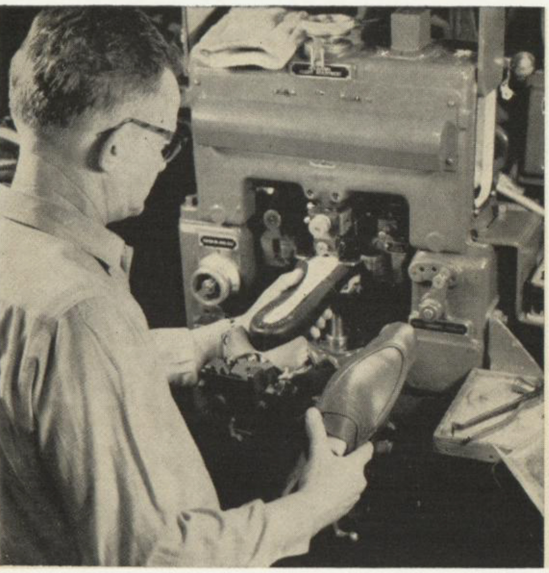
In 1939 Melville Shoe Corporation and J. F. McElwain Company, which had worked together in closest harmony for 18 years, were merged. McElwain operates as a division of Melville Shoe Corporation and manufactures men's and boys' shoes for Thom McAn and Miles. In addition, it produces shoes under private brands and for the military departments of our national government.

The manufacturing and distributing operations of Melville Shoe Corporation, although under one ownership, and although closely coordinated with merchandising, remain entirely separate in operation, one concentrating on production, the other on distribution.

McElwain records with deep regret the death of Mr. J. F. McElwain the founder of the company, its President through most of its life and more recently the Chairman of its Board, and also the death of Mr. Francis P. Murphy, a co-founder, who was a Vice-President of McElwain and a member of the Board of Directors. Both were directors of Melville Shoe Corporation.

▲ *Trimming box toe and toe lining to remove excess prior to toe lasting.*

Applying cement and attaching ▸
steel shank and felt bottom-filler.



▲ *Toe Lasting – Forming the upper leather to the last over the toe.*

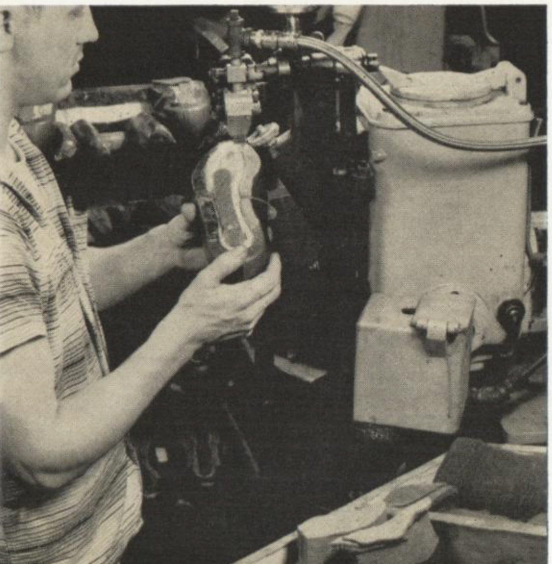
▲ *Sole Laying – Attaching the sole with heavy pressure.*

▲ *Heel Attachment – Nails are driven up through the heel into the sole.*

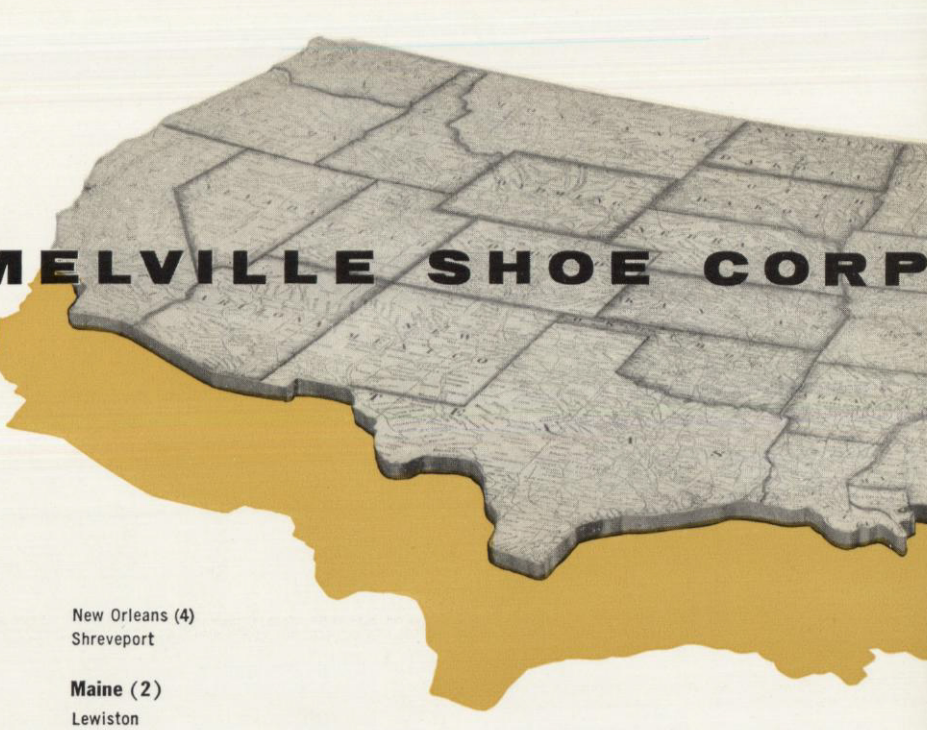
▲ *Upper Roughing – Preparing roughed surface to turned-under portion of upper before cement application.*

During 1958 the Italian influence in the styling of clothing in this country manifested itself in a demand for lightweight flexible shoes with close-trimmed light-appearing soles. Thom McAn was an early leader in this style movement of men's shoes using the promotional name of ROMA. The demand for ROMA shoes caused McElwain to establish a factory to manufacture these ROMA styles exclusively. They are made by a cement process of sole attachment as is nearly 100% of women's dress footwear. Today McElwain is the largest producer of men's dress cement shoes in the country. In the Fall of 1958 McElwain began production of cement process high-grade medium-priced men's casual shoes. It is anticipated that the cement process will be a continually growing factor in men's footwear.

McElwain's research department continues its efforts to refine and improve component materials and maintains an active study of automatic production systems. In addition experiments are being conducted on several new process constructions such as vulcanizing, attaching soles with various cements and methods of molding plastic soles to uppers. As a result of research and experimentation with new systems of grading lasts, an improved grade for future men's lasts procurement has been adopted.



STORES *of* MELVILLE SHOE CORP



Thom McAn
STORES:

Alabama (12)
- Birmingham (4)
- Decatur
- Florence
- Huntsville
- Mobile
- Montgomery (2)
- Prichard
- Tuscaloosa

Arizona (5)
- Mesa
- Phoenix (3)
- Tucson

Arkansas (2)
- Fort Smith
- Little Rock

California (48)
- Alameda
- Bakersfield
- Compton
- Daly City
- Fresno
- Glendale
- Hayward
- Hollywood
- Huntington Park
- Lakewood
- Long Beach
- Los Angeles (3)
- Modesto
- Napa
- National City
- North Hollywood
- Norwalk
- Oakland (2)
- Palo Alto
- Pasadena
- Pomona
- Redwood City
- Richmond
- Riverside
- Sacramento (2)
- San Bernardino
- San Diego
- San Francisco (3)
- San Jose (2)
- San Leandro
- San Mateo (2)
- Santa Ana
- Santa Barbara
- Santa Monica
- Santa Rosa
- Stockton
- Van Nuys (2)
- Ventura
- West Covina

Colorado (4)
- Denver (3)
- Lakewood

Connecticut (22)
- Bridgeport (2)
- Bristol
- Danbury
- Derby
- East Hartford
- Hamden
- Hartford (2)
- Meriden
- Middletown
- New Britain
- New Haven (2)
- New London
- Norwich
- South Manchester
- South Norwalk
- Stamford
- Torrington**
- Waterbury (2)

Delaware (1)
- Wilmington

District of Columbia (5)
- Washington (5)

Florida (38)
- Bradenton
- Coral Gables
- Daytona Beach
- Fort Lauderdale (2)
- Gainesville
- Homestead
- Jacksonville (6)
- Key West
- Lakeland (2)
- Madeira Beach
- Miami (5)
- Miami Beach
- Orlando (2)
- Panama City
- Pensacola (2)
- Sarasota
- St. Petersburg (2)
- Tallahassee (2)
- Tampa (3)
- West Palm Beach
- Winter Haven

Georgia (11)
- Albany
- Atlanta (3)
- Augusta (2)
- Columbus
- East Point
- Macon
- Rome
- Savannah

Idaho (1)
- Boise

Illinois (40)
- Aurora
- Berwyn
- Bloomington
- Blue Island
- Champaign*
- Chicago (21)
- Chicago Heights
- Danville*
- Decatur
- Galesburg
- Hillside
- Joliet
- Kankakee
- Moline
- Norridge
- Peoria
- Quincy
- Rockford
- Rock Island
- Springfield

Indiana (20)
- Anderson
- Elkhart
- Evansville
- Fort Wayne (2)
- Gary (2)
- Hammond (2)
- Indianapolis (5)
- Lafayette
- Marion
- Muncie (2)
- Richmond
- South Bend

Iowa (2)
- Davenport
- Des Moines

Kansas (1)
- Wichita

Kentucky (10)
- Ashland*
- Covington
- Lexington
- Louisville (4)
- Newport
- Owensboro
- Paducah

Louisiana (14)
- Alexandria
- Baton Rouge
- Bossier City
- Gretna
- Lafayette
- Lake Charles (2)
- Metairie
- Monroe
- New Orleans (4)
- Shreveport

Maine (2)
- Lewiston
- Portland

Maryland (18)
- Baltimore (10)
- College Park
- Cumberland
- Easton
- Frederick
- Glen Burnie
- Hagerstown (2)
- Silver Spring

Massachusetts (45)
- Attleboro
- Boston (11)
  - Allston
  - Boston (3)
  - Dorchester (2)
  - East Boston
  - Hyde Park
  - Roslindale
  - Roxbury
  - South Boston
- Brockton
- Cambridge
- Chelsea
- Everett
- Fall River
- Fitchburg
- Framingham
- Gloucester
- Haverhill
- Holyoke
- Lawrence
- Lowell
- Lynn (2)
- Malden
- Medford
- New Bedford (2)
- Norwood**
- Peabody
- Pittsfield
- Quincy
- Salem
- Somerville
- Springfield (2)
- Stoneham
- Wakefield
- Waltham
- Woburn
- Worcester (3)

Michigan (35)
- Adrian
- Ann Arbor
- Battle Creek
- Dearborn
- Detroit (11)
- Ferndale
- Flint
- Grand Rapids
- Hamtramck
- Highland Park
- Jackson
- Kalamazoo
- Lansing (2)
- Lincoln Park
- Monroe
- Muskegon
- Pontiac (2)
- Port Huron
- River Rouge
- Saginaw
- West Dearborn
- Wyandotte (2)

Minnesota (3)
- Duluth
- Minneapolis
- St. Paul

Mississippi (7)
- Biloxi*
- Hattiesburg
- Jackson (2)
- Meridian
- Natchez
- Vicksburg

Missouri (22)
- Beverly Hills
- Kansas City (6)
- Kirkwood
- Maplewood
- St. Ann
- St. Joseph
- St. Louis (11)

Montana (1)
- Great Falls

Nebraska (3)
- Lincoln*
- Omaha (2)

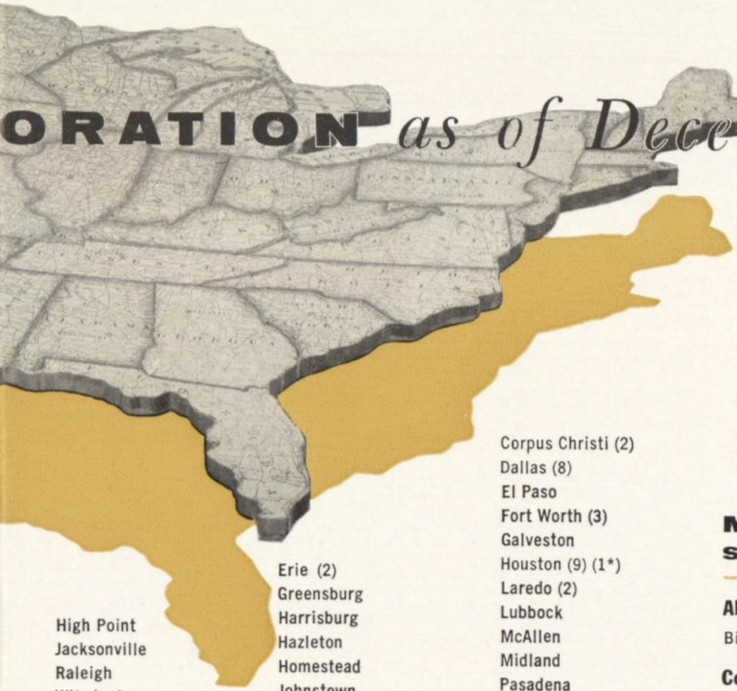
New Hampshire (2)
- Manchester
- Portsmouth

New Jersey (50)
- Asbury Park
- Atlantic City
- Bayonne
- Bergenfield
- Bloomfield
- Camden (2)
- Clifton
- Dover
- East Brunswick
- Elizabeth
- Hackensack (2)
- Harrison
- Hazlet
- Hoboken
- Irvington
- Jersey City (4)
- Linden
- Middletown
- Morristown
- Neptune
- Newark (6)
- New Brunswick
- Orange
- Paramus (3)
- Passaic
- Paterson
- Perth Amboy
- Plainfield
- Ramsey
- Red Bank
- Somerville
- Trenton
- Union (2)
- Union City
- Wayne
- West New York
- West Orange

New Mexico (1)
- Albuquerque

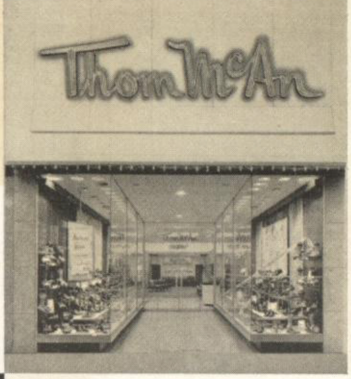
New York (146)
- Albany (2)
- Amsterdam
- Babylon
- Bay Shore
- Binghamton
- Buffalo (7)
- Cheektowaga
- Clarence
- Commack
- Dewitt
- Elmira
- Endicott
- Freeport
- Glens Falls
- Hempstead
- Hicksville
- Huntington
- Ithaca
- Jamestown
- Kenmore
- Lake Success
- Levittown
- Lockport
- Lynbrook
- Manhasset
- Massapequa Park
- Massena
- Mount Vernon
- Newburgh
- New Hartford
- New Rochelle
- New York (85)
  - Manhattan (20)
  - Bronx (15)
  - Brooklyn (28)
  - Queens (19)
  - Richmond (3)
- Niagara Falls (2)
- Patchogue
- Peekskill (2)
- Plainview
- Port Chester
- Poughkeepsie (2)
- Rochester (2)
- Rockville Centre
- Roosevelt Field
- Schenectady
- Syracuse (2)
- Troy
- Utica (2)
- Valley Stream
- White Plains
- Yonkers (2)

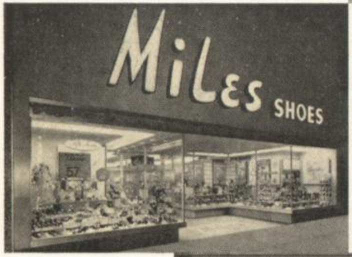
North Carolina (11)
- Asheville
- Charlotte (2)
- Durham
- Greensboro



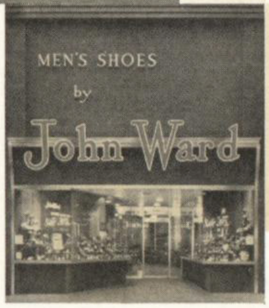
ORATION *as of December 31, 1958*

808 STORES. *In 464 Cities in 44 States and the District of Columbia. Leased Departments(*), Agencies(**)*





233 STORES. *In 139 Cities in 15 States and the District of Columbia*



12 STORES.
Newark
New York (8)
Philadelphia (2)
Hempstead

High Point
Jacksonville
Raleigh
Wilmington
Winston-Salem (2)

Ohio (59)

Akron
Alliance
Ashtabula
Barberton
Canton (2)
Cincinnati (4)
Cleveland (13)
Columbus (7)
Cuyahoga Falls
Dayton (4)
Euclid
Hamilton (2)
Lima
Lorain (2)
Mansfield
Maple Heights
Middletown
Norwood
Portsmouth
Sandusky
Springfield (2)
Steubenville
Tallmadge
Toledo (3)
Warren (2)
Youngstown (2)
Zanesville

Oklahoma (2)

Oklahoma City
Tulsa

Oregon (2)

Portland
Salem

Pennsylvania (54)

Allentown
Altoona
Baden
Beaver Falls
Braddock
Bridgeville
Chester
Erie (2)
Greensburg
Harrisburg
Hazleton
Homestead
Johnstown
Lemoyne
Levittown
McKeesport
Monroeville
Natrona Heights
New Castle
New Kensington
Philadelphia (19)
Pittsburgh (4)
Pottsville
Reading
Scranton
Sharon
Shillington
Uniontown
Upper Darby
Wilkes-Barre
York (2)

Rhode Island (7)

Newport
Pawtucket
Providence (2)
Westerly
West Warwick
Woonsocket

South Carolina (5)

Charleston
Columbia
Florence
Greenville
Spartanburg

Tennessee (8)

Chattanooga
Johnson City
Knoxville
Madison
Memphis (3)
Nashville

Texas (53)

Abilene
Austin (3)
Baytown
Beaumont (2)
Brownsville
Corpus Christi (2)
Dallas (8)
El Paso
Fort Worth (3)
Galveston
Houston (9) (1*)
Laredo (2)
Lubbock
McAllen
Midland
Pasadena
Port Arthur (2)
San Angelo
San Antonio (7)
Tyler
Victoria
Waco
Wichita Falls

Utah (4)

Ogden
Provo
Salt Lake City (2)

Vermont (1)

Burlington

Virginia (14)

Arlington
Falls Church
Harrisonburg
Lynchburg
New Alexandria
Newport News
Norfolk (2)
Portsmouth
Richmond (3)
Roanoke
Warwick

Washington (4)

Everett
Seattle
Spokane
Tacoma

West Virginia (5)

Charleston
Clarksburg
Huntington
Parkersburg
Wheeling

Wisconsin (8)

Appleton
Madison
Milwaukee (4)
Oshkosh
West Allis

MILES STORES:

Alabama (1)

Birmingham

Connecticut (7)

Bridgeport
Danbury
East Hartford
Hamden
Meriden
South Norwalk
Stamford

Delaware (2)

Newark
Wilmington

District of Columbia (2)

Washington (2)

Florida (2)

Coral Gables
West Palm Beach

Georgia (1)

Marietta

Maryland (6)

Baltimore
Dundalk
Essex
Glen Burnie
Laurel
Rockville

Massachusetts (1)

Pittsfield

New Jersey (48)

Asbury Park
Bayonne
Belleville
Bergenfield
Bloomfield
Camden
Clifton
Elizabeth
Englewood
Fairlawn
Hackensack
Hoboken
Irvington
Jersey City (5)
Linden
Long Branch
Morristown
Newark (5)
New Brunswick
North Brunswick
Orange
Paramus
Passaic
Paterson
Perth Amboy
Plainfield
Rahway
Ramsey
Red Bank
Somerville
South River
Toms River
Trenton (2)
Union
Union City
Vineland
West New York
West Orange
Westwood

New York (127)

Albany (2)
Amsterdam
Babylon
Bay Shore
Commack
Delmar
East Syracuse
Eggertsville
Elmira
Franklin Square
Freeport
Glen Cove
Glens Falls
Gloversville
Greenburgh
Great Neck
Hempstead
Hicksville
Huntington
Kingston
Lake Success
Latham
Levittown
Lynbrook
Massapequa Park
Mount Vernon
Middletown
Newburgh
New Rochelle
New York (79)
    Manhattan (19)
    Bronx (15)
    Brooklyn (24)
    Queens (19)
    Richmond (2)
Niagara Falls
Patchogue
Peekskill
Plainview
Port Chester
Poughkeepsie
Riverhead
Rochester
Roosevelt Field
Schenectady
Troy
Utica
Valley Stream
Wantagh
West Seneca
White Plains
Yonkers (2)

North Carolina (5)

Asheville
Charlotte
Hickory
Wilson
Winston-Salem

Ohio (11)

Cleveland (2)
Columbus
Euclid
Lorain
Maple Heights
Mayfield Heights
Medina
Parma
University Heights
Willowick

Pennsylvania (13)

Easton
Erie
Havertown
Meadville
Norristown
Philadelphia (3)
Pottsville
Scranton
Wilkes-Barre
Williamsport
York

South Carolina (2)

Florence
Greenville

Tennessee (1)

Chattanooga

Virginia (4)

Clarendon
Harrisonburg
Lynchburg
Richmond

45th Annual Report

1958

MELVILLE SHOE CORPORATION